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08 MAY -1 PM 4:13

CLERK, U.S. DISTRICT COURT  
SOUTHERN DISTRICT OF CALIFORNIA

BY:

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Katherine S. Ritchey (State Bar No. 178409)  
JONES DAY  
555 California Street, 26th Floor  
San Francisco, CA 94104  
Telephone: (415) 626-3939  
Facsimile: (415) 875-5700  
Email: ksritche@jonesday.com

Hollis R. Peterson (State Bar No. 254535)  
JONES DAY  
12265 El Camino Real  
Suite 200  
San Diego, CA 92130  
Telephone: (858) 314-1200  
Facsimile: (858) 314-1150  
Email: hpeterson@jonesday.com

Attorneys for Defendant  
STANDARD INSURANCE COMPANY

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF CALIFORNIA

DAVID FELT,

Plaintiff,

v.

STANDARD INSURANCE  
COMPANY and DOES 1 through 50,  
Defendants.

Case No. '08 CV 0801 DMS CAB

DECLARATION OF REBECCA  
J. JEFFREY IN SUPPORT OF  
DEFENDANT STANDARD  
INSURANCE COMPANY'S  
NOTICE OF REMOVAL

I, Rebecca J. Jeffrey, hereby declare as follows:

1. I am over 18 years of age and I am a resident of the State of Washington. My employment address is 900 S.W. Fifth Avenue, Portland, Oregon 97204.

2. I have personal knowledge of the facts set forth in this Declaration and, if called as a witness, could and would testify competently to such facts under oath except for those facts identified below as being based on information and

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1 belief. For the facts based on information and belief, as part of my job duties I  
 2 gathered information from individuals within the company with such knowledge.  
 3 Based on my investigation I believe these facts to be true and correct.

4 3. I make this declaration in support of Defendant Standard Insurance  
 5 Company's Notice Of Removal filed on \_\_\_\_\_, 2008.

6 4. I have been an employee of Defendant Standard Insurance Company  
 7 ("Standard") since June 3, 2005. My current position/title is Senior Paralegal.

8 5. Standard is an Oregon corporation, organized and existing under the  
 9 laws of the State of Oregon, with its principal place of business in Portland,  
 10 Oregon.

11 6. Standard is licensed to conduct business in 49 of the 50 United States,  
 12 the District of Columbia, Guam, and the US Virgin Islands.

13 7. As specified in detail below, the substantial predominance of  
 14 Standard's business activities occur in Oregon based on where Standard: 1)  
 15 employs people; 2) generates revenue; 3) owns assets; and 4) keeps and maintains  
 16 its corporate headquarters.

17 8. Based on information and belief, as of April 26, 2008, Standard  
 18 employs 3,498 people in 34 states. 2,428 of the employees, or 69.4%, are  
 19 employed in Oregon. The number of employees for each of the top five states that  
 20 Standard employs people is as follows:

21	•	Oregon	2,437
22	•	Maine	163
23	•	Pennsylvania	133
24	•	California	118
25	•	New York	110

26 9. Based on information and belief, as of December 31, 2007, the  
 27 approximate percentage of sales originating in every state (calculated as a  
 28 percentage of revenue generated by Standard per capita in each state) in which

Standard does business is listed in the following chart. For ease of reference, the top five states (California, Florida, Oregon, Texas and Washington) are boldfaced.

Alabama	1.02%
Alaska	0.41%
Arizona	2.97%
Arkansas	0.33%
<b>California</b>	<b>14.99%</b>
Colorado	5.18%
Connecticut	0.92%
Delaware	0.14%
District of Columbia	0.48%
<b>Florida</b>	<b>5.23%</b>
Georgia	2.80%
Hawaii	0.30%
Idaho	1.18%
Illinois	2.14%
Indiana	2.34%
Iowa	0.86%
Kansas	1.09%
Kentucky	1.29%
Louisiana	1.36%
Maine	0.25%
Maryland	1.07%
Massachusetts	2.25%
Michigan	1.52%
Minnesota	1.72%
Mississippi	0.26%
Missouri	3.12%

1	Montana	0.33%
2	Nebraska	0.26%
3	Nevada	0.75%
4	New Hampshire	0.37%
5	New Jersey	1.09%
6	New Mexico	0.53%
7	New York	0.17%
8	North Carolina	1.48%
9	North Dakota	0.19%
10	Ohio	2.98%
11	Oklahoma	1.42%
12	<b>Oregon</b>	<b>9.98%</b>
13	Pennsylvania	2.22%
14	Rhode Island	0.18%
15	South Carolina	0.96%
16	South Dakota	0.06%
17	Tennessee	0.96%
18	<b>Texas</b>	<b>9.31%</b>
19	Utah	1.23%
20	Vermont	0.21%
21	Virginia	1.21%
22	<b>Washington</b>	<b>7.62%</b>
23	West Virginia	0.18%
24	Wisconsin	0.84%
25	Wyoming	0.10%

10. Based on information and belief, as of December 31, 2007, Standard  
owns real property with a total book value of \$40,997,831. This property is located

1 in only two states, with approximately 99% located in Oregon. The book value of  
2 this property in each state is as follows:

3	•	Oregon	\$40,571,020.00
4	•	Georgia	\$426,811.00

5 11. Based on information and belief, as of December 31, 2007, Standard  
6 owns computer hardware, artwork, copiers, furniture, personal computers,  
7 telephones, and other office equipment (hereinafter "Personal Property") purchased  
8 at a total cost of \$58,702,351. 90% of that Personal Property, or \$53,034,540, is  
9 located in Oregon. The purchase price of this Personal Property for each of the top  
10 five states in which Standard owns such property is as follows:

11	•	Oregon	\$53,034,540.00
12	•	Maine	\$ 1,246,256.00
13	•	California	\$ 994,215.00
14	•	Pennsylvania	\$ 559,929.00
15	•	Texas	\$ 544,571.00

16 12. Standard's executive and administrative functions are located at its  
17 headquarters in Oregon. The headquarters in Oregon contain the entire finance,  
18 accounting, purchasing, treasury, marketing, information systems, internal audit,  
19 and legal departments and conducts most of the administrative, training, claims  
20 processing/handling, and human resources functions. Oregon is the base from  
21 which strategies, procedures, and marketing to obtain all of the income described  
22 above is determined.

23 13. The location of Standard's principal point of contact for dealing with  
24 the public is Portland, Oregon. Standard's Public Affairs and Communications  
25 departments are located at its headquarters in Portland, Oregon.


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1 I declare under penalty of perjury under the laws of Oregon, California and  
2 the United States of America that the foregoing is true and correct.

3 Executed this 29<sup>th</sup> day of April, 2008, in Portland, Oregon.  
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7 Rebecca J. Jeffrey  
8 Senior Paralegal for Defendant  
9 Standard Insurance Company  
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